

TITLE 6. GOVERNANCE

Adopted July 2007

DIVISION 2. MEETINGS

Chapter 1. Meetings of the Board of Governors

Rule 6.50 Regular and special meetings; quorum; board committees

- (A) Regular meetings of the Board of Governors and board committees are held between annual meetings of the State Bar and calendared by board resolution.
- (B) Between regular meetings, special meetings of the board are called by the President or twelve governors of the board¹ and special meetings of board committees are called by their chairs. Special meetings include unnoticed emergency meetings permitted under these rules² and meetings of the board called by the Secretary under rule 6.42.
- (C) A quorum is a majority of the board or a board committee. A meeting must have a quorum to convene and to take official action. If the quorum is lost because members subsequently depart, the meeting may continue and the body may take official action by a majority of the quorum.
- (D) Meetings of the board and board committees must be held at the State Bar offices in San Francisco or Los Angeles, absent a majority vote of the board to meet elsewhere in California or a two-thirds vote to meet outside the state.
- (E) Board committees
 - (1) Standing committees³ of the Board of Governors are appointed by the President subject to the approval of the board.
 - (2) For open meetings of a board committee and those closed under Business & Professions Code section 6026.5, governors who are not members of the committee may attend and participate, but they may not vote. If a quorum of board members is present at a board committee meeting, the meeting is a meeting of the board as a whole but no formal action by the full board may take place.

Rule 6.50 adopted effective May 16, 2008.

Rule 6.51 Notice, late items, and emergency meetings

¹ See also Bus. & Prof. Code § 6027.

² State Bar rule 6.51(B).

³ Board of Governors' Resolution, October 2001 Action Plan/Report.

(A) Notice of meetings

- (1) Notice of regular and special meetings of the board and board committees must be posted on the State Bar Web site and available in the lobbies of the State Bar's offices in San Francisco and Los Angeles no fewer than five days before the meeting. The notice must include the date and place of the meeting, its agenda, and its starting time.
- (2) Notice of special meetings by teleconference must include the location at the State Bar's San Francisco and Los Angeles offices where the public may access the teleconference.
- (3) Notice of meetings of board committees must include the following statement:

The Rules of the State Bar permit board members who are not committee members to participate but not vote in a board committee meeting. If a quorum of board members is present, the meeting is a meeting of the board as a whole but no formal action by the full board may take place.⁴

- (4) Any person may subscribe to receive notice of meetings by e-mail or first class mail. Subscriptions must be renewed annually. The Secretary may charge reasonable fees to those requesting notice by mail.
- (B) No item may be added to an agenda after the five-day notice period and no meeting may be called without notice except in an emergency. An emergency means those circumstances that call for immediate action before the next regular meeting of the board or board committee. If an emergency can be resolved by unanimous consent without discussion, the board or board committee may act by fax poll, email, or other electronic means without meeting. A report of action taken in emergencies must be made at the next regular meeting and indicated on its agenda.

Rule 6.51 adopted effective May 16, 2008.

Rule 6.52 Open meetings

- (A) Except as permitted by these rules or by law, meetings of the Board of Governors and board committees must be conducted openly where the public may attend and hear the discussions.⁵ A majority of the board or a majority of a board committee is prohibited from otherwise discussing in person, by the use of technology, or directly or indirectly by any other means, matters within the purview of the board or board committee.

⁴ State Bar rule 6.50(E)(2).

⁵ See B&P Code § 6026.5.

- (B) A meeting of the board or a board committee may be conducted by teleconference, provided that the public may listen to the teleconference at the San Francisco and Los Angeles offices of the State Bar. Votes taken during a teleconference meeting must be by roll call.
- (C) If a meeting is willfully disrupted and order cannot be restored, the disruptive individuals may be removed and the meeting continue. The press or other news media, except those who have participated in the disturbance, may continue to attend the meeting.

Rule 6.52 adopted effective May 16, 2008.

Rule 6.53 Closed sessions

- (A) The board and board committees may meet in closed sessions under section 6026.5 of the Business and Professions Code. In addition, a board committee when not meeting as a committee of the whole may meet in closed or executive session not open to the public for any of the following reasons:
 - (1) to receive advice of counsel or to consider matters privileged under the law;
 - (2) to confer with a State Bar representative during negotiations with union and non-union employees; or
 - (3) to confer with a State Bar representative before the purchase, sale, exchange, or lease of real property.
- (B) Before going into closed session, the President, committee chair, or governor presiding over the meeting, must state the legal authority and reasons for the closed session. In the closed session, only matters covered by the statement may be considered.
- (C) The Secretary or designated staff must keep confidential minutes and records of the closed sessions.

Rule 6.53 adopted effective May 16, 2008.

Rule 6.54 Board records

- (A) Agendas, minutes of open meetings, and written materials considered in any discussion or action by the board or board committees during open sessions, are public records. The Secretary may make these records available on the State Bar Web site. Any person may receive a printed copy of these records upon request and payment of reasonable fees for the cost of reproduction and mailing.

Nothing in this rule requires disclosure of records for which disclosure is exempt or prohibited by law.

- (B) Any recording of an open meeting made under these rules will be available for inspection for up to thirty days after the date of recording.

Rule 6.54 adopted effective May 16, 2008.